

LAW OFFICES
FRITZ R. KAHN, P.C.
1919 M Street, NW (7th fl.)
Washington, DC 20036
Tel.: (202) 263-4152 Fax: (202) 331-8330 E-mail: xicgc@gmail.com

November 14, 2014

VIA ELECTRONIC FILING

237051

Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D. C. 20423

ENTERED
Office of Proceedings
November 14, 2014
Part of
Public Record

Re: Docket No. FD 35868, V and S Railway, LLC--Acquisition Exemption—
Line of Missouri Central Railroad Company

Dear Ms. Brown:

Enclosed for filing in the subject docket is the Verified Notice of Exemption of V
and S Railway, LLC.

Information about the payment of the \$1,800.00 filing fee was facsimile
transmitted to the Board earlier today.

If you have a question about the pleading or if I otherwise can be of assistance,
please get back to me.

Sincerely yours,


Fritz R. Kahn

FEE RECEIVED
November 14, 2014
SURFACE
TRANSPORTATION BOARD

FILED
November 14, 2014
SURFACE
TRANSPORTATION BOARD

SURFACE TRANSPORTATION BOARD

Docket No. FD 35868

V AND S RAILWAY, LLC—ACQUISITION EXEMPTION—
LINE OF MISSOURI CENTRAL RAILROAD COMPANY

VERIFIED NOTICE OF EXEMPTION
OF
V AND S RAILWAY, LLC

Fritz R. Kahn
Fritz R. Kahn, P.C.
1919 M Street, NW (7th fl.)
Washington, DC 20036
Tel.: (202) 263-4152

Attorney for

V AND S RAILWAY, LLC

Dated: November 14, 2014

SURFACE TRANSPORTATION BOARD

Docket No. FD 35868

V AND S RAILWAY, LLC—ACQUISITION EXEMPTION—
LINE OF MISSOURI CENTRAL RAILROAD COMPANY

VERIFIED NOTICE OF EXEMPTION
OF
V AND S RAILWAY, LLC

Applicant, V and S Railway, LLC (“V&S”), a Class III rail carrier subject to the jurisdiction of the Board, pursuant to 49 C.F.R. § 1150.41, et seq., hereby files its Verified Notice of Exemption to acquire and operate a 52.6-mile line of railroad from the Missouri Central Railroad Company (“MCRR”)¹ extending between Milepost 19.0 near Vigus 63042, St. Louis County, Missouri, and Milepost 71.6 near Beaufort 63013 in Franklin County, Missouri, including incidental trackage rights on the Union Pacific Railroad Company (“UP”) between Vigus and Milepost 10.3 near Rock Creek Junction, Illinois. Based on the projected revenues, V&S will remain a Class III rail carrier after consummation of the transaction proposed herein.

In accordance with the requirements of 49 C.F.R. § 1150.43, V&S submits the following information:

¹ The railroad line and incidental trackage rights sought to be acquired by V&S were acquired by MCRR as part of the acquisition authorized in Docket No. FD 33508, Missouri Central Railroad Company—Acquisition and Operation—Lines of Union Pacific Railroad Company (STB, served January 27, 1998)

Name and address of applicant:

V and S Railway, LLC
105 South Redwood Road
Salt Lake City, Utah 84104

Applicant's representative:

Fritz R. Kahn
Fritz R. Kahn, P.C.
1919 M Street, NW (7th fl.)
Washington, DC 20036
Tel.: (202) 263-4152

Statement concerning agreement:

An agreement has been reached pursuant to which MCRR will sell and V&S will buy the railroad line between Vigus and Beaufort and succeed to the incidental trackage rights of the UP between Vigus and Rock Island Junction.

Operator of property:

The line currently is being operated by the Central Midland Railway Company ("CMRC"), pursuant to the authorization in Docket No. FD 33988, Central Midland Railway Company—Operation Exemption—Lines of Missouri Central Railroad Company (STB, served January 29, 2001). CMRC will continue operating the line proposed to be acquired by V&S pursuant to an agreement between MCRR and CMRC, as amended, which calls for the CMRC's discontinuance of service on the railroad line, subject to the authorization of the Board, on December 31, 2020.

Brief Summary of the Proposed Transaction:

The selling carrier is:

Missouri Central Railroad Company
1901 Chouteau Avenue
St. Louis, MO 63103

The proposed transaction is expected to be consummated upon the effective date of the Board's authorization.

The line to be acquired by V&S from MCRR extends between Milepost 19.0 near Vigus and Milepost 71.6 near Beaufort, and the incidental trackage rights on the UP extend between Milepost 19.0 near Vigus and Milepost 10.3 near Rock Creek Junction.

The proposed acquisition by V&S from MCRR is of 52.6 route miles in St. Louis and Franklin Counties, Missouri, and the incidental trackage rights on the UP is of 8.7 route miles in St. Louis County, Missouri, and Cook County, Illinois.

Map:

A map of the line proposed to be acquired is attached as Exhibit A.

Certificate of Compliance:

V&S, by its representative, certifies that as a result of the proposed acquisition the revenue of the V&S will remain below \$5 million, and the transaction will not result in the creation of a Class II or Class I rail carrier.

Interchange Commitment; Solid Waste Transfer Facility:

The agreement between V&S and MCRR contains no interchange commitment, and the line sought to be acquired by V&S from MCRR contains no solid waste transfer facility.

Environmental and Historic Preservation Data:

Pursuant to 49 C.F.R. § 1105.6(c)(2), the proposed transaction is exempt from the environmental reporting requirements because it will not result in any change in the operation of the acquired railroad line (i.e., changes which exceed the thresholds of 49 C.F.R. § 1105.7(c)(4) or (5)). Pursuant to 49 C.F.R. § 1105.8(b)(1), the proposed

transaction is exempt from the historic reporting requirement because no structure 50 years old or older will be removed, altered or otherwise affected by V&S' acquisition of the railroad line from MCRR.

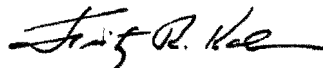
Caption Summary:

A caption summary in appropriate format is attached as Exhibit B to this Notice.

Respectfully submitted,

V AND S RAILWAY, LLC

By its attorney,

A handwritten signature in black ink, appearing to read "Fritz R. Kahn".

Fritz R. Kahn

Fritz R. Kahn, P.C.

1919 M Street, NW (7th fl.)

Washington, DC 20036

Tel.: (202) 263-4152

Dated: November 14, 2014

Western Canadian Railway

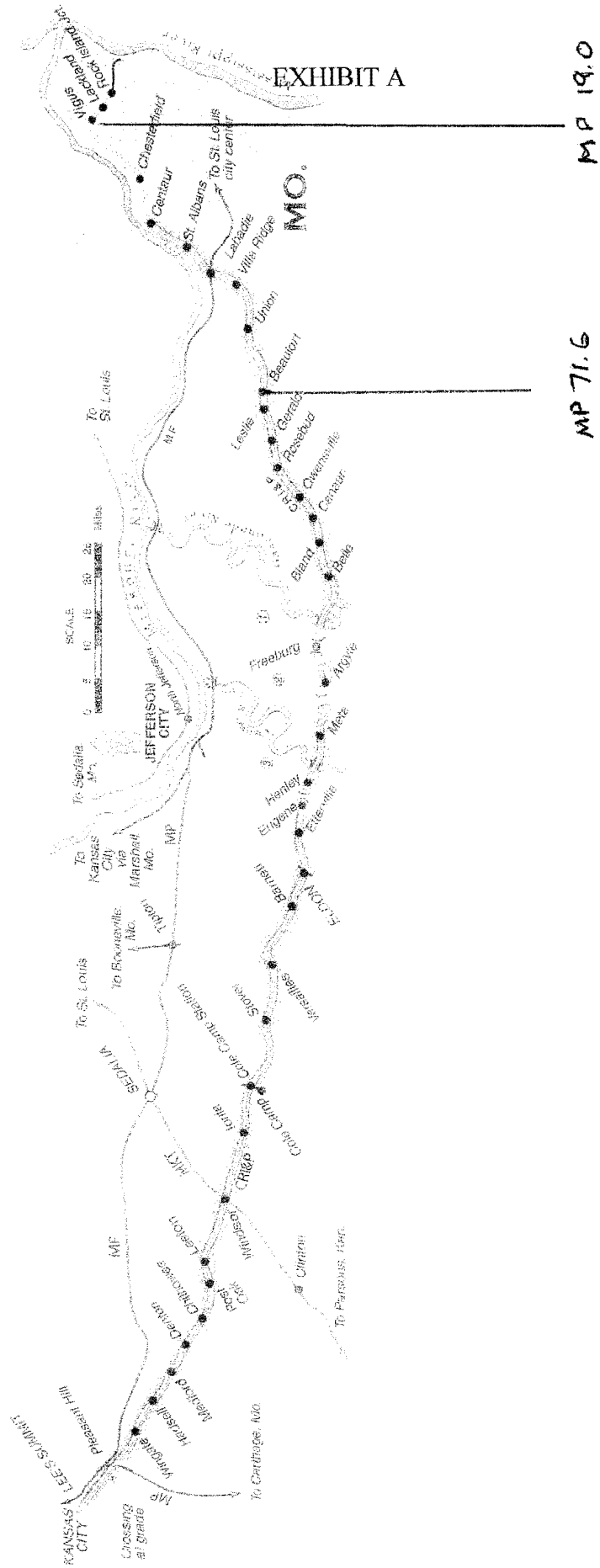


EXHIBIT B

CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

Docket No. FD 35868

V and S Railway—Acquisition Exemption—
Missouri Central Railroad Company

VERIFIED NOTICE OF EXEMPTION
OF
V AND S RAILWAY, LLC

V and S Railway, LLC has filed a notice of exemption to acquire the Missouri Central Railroad Company's line between Milepost 19 near Vigus, St. Louis County, Missouri, and Milepost 71.6 near Beaufort, Franklin County, Missouri, as well as the incidental trackage rights on the Union Pacific Railroad Company between Vigus and Milepost 103. near Rock Island Junction, Cook County, Illinois.

- (1) The name of the acquiring carrier is V and S Railway, LLC.
- (2) The proposed transaction is an acquisition.
- (3) The transferor is the Missouri Central Railroad Company.
- (4) The line extends between Milepost 19 near Vigus, St Louis County, Missouri, and Milepost 71.6 near Beaufort, Franklin County, Missouri, as swell as the incidental trackage rights on the line of the Union Pacific Railroad Company between Vigus and Milepost 10.3 near Rock Island Junction, Cook County, Illinois.

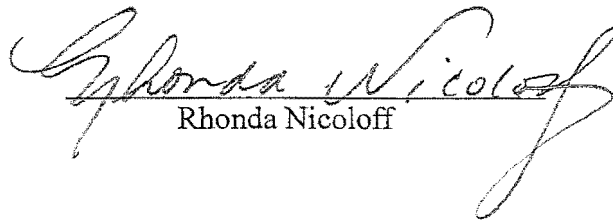
(5) Petitioner's representative is Fritz R. Kahn, Esq., Fritz R. Kahn, P.C., 1919 M Street, NW (7th fl.), Washington, DC 20036 Tel.: 202-263-4152.

The notice is filed under 49 C.F.R. §1150.41. If the notice contains false or misleading information, the exemption is void *ab initio*. A petition to revoke the exemption can be filed at any time. The filing of a petition to revoke the exemption will not automatically stay the transaction.

VERIFICATION OF MS. RHONDA NICOLOFF

I, Rhonda Nicoloff, a Manager of V and S Railway, LLC ("V&S"), declare under penalty of perjury, under the laws of the United States of America, that I have read the foregoing Verified Notice of Exemption and that its assertions are true and correct to the best of my knowledge, information and belief. I further declare that I am qualified and authorized to submit this verification on behalf of V&S. I know that willful misstatements or omission of material fact constitute Federal criminal violations punishable under 18 U.S.C. 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

Dated at Salt Lake City , Utah, this 14 day of November, 2014.


Rhonda Nicoloff